

Rodman Hall Transition Project Charter

1. Purpose

Brock University (“Brock”) has been operating the Rodman Hall Art Centre (“RHAC”) since October 2003. The Coalition (“Coalition”) is a collective of community leaders and arts professionals, including Brock University faculty, staff, alumni and senior administration as well as current members of the Rodman Hall Advisory Board (RHAB) and past members of the Board of Trustees of Brock University. It was created at the request of the RHAB to bring diverse community perspectives to bear on the future of Rodman Hall Art, and address the practical implications of a proposed transfer of RHAC from Brock University back to the local community. Brock and the Coalition are seeking to transfer the RHAC to a new community-based entity supported by sustaining partners which will include Brock (“Project”). This Project Charter expresses the key objectives, actions and timelines which Brock and the Coalition intend to follow in order to effect the transition.

2. Objectives

The goal of the Project is to plan and implement an orderly process through which community ownership of an independent RHAC is established. Throughout the process, Brock will continue to maintain and operate the RHAC with the aim of maintaining the integrity of RHAC as a category A art museum.

3. Actions

The key components of the process Brock and the Coalition intend to follow are:

- a. Re-engagement of Niagara community in RHAC by:
 - broad-based consultation to determine community and stakeholder aspirations for RHAC;
 - supporting expanded audience and membership;
 - enlistment of champions and potential community partners;
 - laying the foundation for independent fundraising and creation of endowments.
- b. Commissioning of baseline reports by cultural sector professional(s) essential for convincing community and other financial partners to invest. The Barlow Report and Report from community consultations will frame and guide this work. The reports are:
 - Feasibility study to map and assess needs and opportunities for RHAC operations and programs to a) relevant comparators among similar Ontario and Canadian public art galleries and museums and b) capacity within the Niagara community for engagement and resources; and c) with assessment that weighs and defines relevant community, financial sustaining partners.

- Business plan that specifies short, medium and long-term (fully transitioned status supported by defined community partners) core purpose, mandate, programs; anticipated optimal capital, operational and programming expenses as well as sources of all revenue including partner contributions; grants, and self-generated income.
- c. Establishment of foundation level governance structure to include:
- establishment of corporate entity with basic bylaws,
 - CRA charitable status, and
 - inaugural board of directors.

4. Activities & timelines

The intended activities and the timelines for the process are set out in Appendix 1 to this Charter.

5. Roles & reporting

The project will be managed and coordinated by Tom Arkell, Brock's Special Advisor to the Vice-President, Administration. The Coalition will report for the purposes of coordination, information sharing, procurement, and authorization to Tom Arkell. All communications with the Coalition should be directed to the Chair of the Coalition, Tom Goldspink.

The Coalition will provide written progress reports to Brock's V.P. Administration, and Chair of Brock Board of Trustees to coincide with completion of its activities as follows:

- a. Community Consultation and Governance Structure: January 5, 2018
- b. Independent Corporate Entity and Feasibility Study: February 15, 2018
- c. Business Plan and Board of Directors: March 15, 2018
- d. Final Report: April 1, 2018

6. Expenditures

All expenditures must be approved by Brock's Vice-President, Administration and overseen by Tom Arkell. All purchasing of goods and services must comply with all applicable laws, Brock policies and existing contractual obligations of Brock.

7. Timelines

It is anticipated that the Project will take approximately 6 months. Brock and the Coalition will meet monthly throughout and will attend additional meetings as required. The timeline for each component of the Project is set out in Appendix 1. Given that achievement of goals is dependent upon each participant in the Project fulfilling their actions/responsibilities according to the plan and timeline above, delays precipitated by either Brock or the Coalition could require a revision of the timeline and actions, and thus delay the completion of mutually agreed upon goals.

Brock and the Coalition will work in good faith to complete the activities outlined in Appendix 1 by April 2, 2018. If a community-based entity is not established by April 2, 2018, Brock and the Coalition will discuss the viability of extending the Project.

8. Publicity

Brock and the Coalition will cooperate in good faith in any publicity related to the Project and will not use each other's name, logo or official marks in any publicity without prior written approval.

SIGNED:

BROCK UNIVERSITY

THE RODMAN HALL COALITION

Gary Comerford
Chair, Brock University Board of Trustees

Tom Goldspink
Chair, Rodman Hall Coalition

Date

Date

Appendix 1 - Expected Timelines

Oct 17	Nov 17	Dec 17	Jan 18	Feb 18	Mar 18	Task	Coalition Responsibility	Brock Responsibility
						Conduct Community Consultation; produce report	implement consultation & report	engage & fund consultant*
						Establish Independent fundraising capability	recommend models	authorization
						Enlist champions	identify, connect, elicit commitments	identify, recommend/connect
						Call for partners through a Request for Expressions of Interest	Support the process	Manage the process
						Expand audience and membership	recommend strategies	Provide staff to assist
						Commission feasibility study	identify funders & manage process	Manage process & engage & fund consultant*
						Produce feasibility study	manage process	Assist with process
						Commission business plan	identify funders & manage process	Assist with process & engage & fund consultant*
						Produce business plan	manage process	Assist with process
						Define governance structure	define and recommend	Confirm structure is satisfactory to Brock
						Create interim board of directors	recruit	Assist with recruitment
						Register corporate entity with basic bylaws	draft application draft bylaws	Assist with process, engage & fund legal counsel*
						Apply for charitable status	draft application	engage & fund legal counsel*
						Establish full inaugural board of directors	recruit and obtain commitments	Assist with recruitment
						Apr 18 Completion of transition process including contractual commitments of sustaining partners	Inaugural RHAC Board of Directors	Transfer RHAC to new entity, subject to satisfactory completion of legal requirements and due diligence Enter into separate agreement with new entity regarding commitments as a sustaining partner

* Obligation to fund is subject to budget and to approval by Tom Arkell.